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Attorneys for Defendants Medici Group LLC and
Robert T. Walston

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

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MEDICI CLASSICS PRODUCTIONS, LLC, :

Plaintiff, : 07 Civ. 9938 (RJH)

-against- : DECLARATION

MEDICI GROUP LLC, MEDICI GROUP : ECF Case

EUROARTS, ROBERT T. WALSTON and :

JOHN DOES Nos. 1 to 10, :

Defendants. :

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THOMAS BAER, pursuant to 28 U.S.C. § 1746, declares as
follows:

1. I am not a defendant in this action. I am personally
familiar with the facts set forth in this declaration.

2. Since about 2004, I have acted as occasional consultant
to several subsidiaries of Medici Group, LLC, primarily non-
defendant EuroArts Music International. On occasion I also speak
with employees of non-defendant Ideale Audience, as well as the
media services subsidiary of Medici Group, LLC, called Mosaic
(also not a defendant).

3. In my capacity as an occasional consultant to these
foreign subsidiaries I have introduced them to potential business

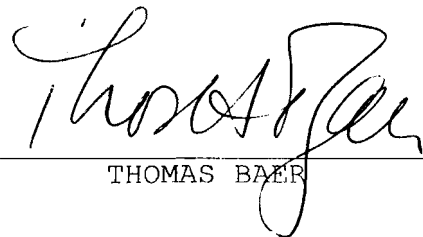
opportunities in the United States and have provided them technical support and advice from time to time.

4. When dealing with third parties, I make use of the title "Vice Chairman" of Medici Arts, LLC. This is not an actual position within that LLC, since the business unit "limited liability company" has members, not officers. The title is used because it is effective in pursuing business relationships, and it is my understanding that titles such as the one I have been using are effective in the business world.

5. I spend less than half my time as a consultant to the Medici subsidiaries. The office out which I work at 650 Madison Avenue, New York is home to a company totally separate from the defendants in this action, and none of the defendants, nor any of the Medici entities for whom I work, operate out of 650 Madison Avenue.

6. I declare under penalty of perjury that the foregoing is true and correct.

Dated: June 12, 2008

A handwritten signature in cursive script, appearing to read 'Thomas Baer', is written over a horizontal line.

THOMAS BAER